

8th Annual

NADC Member Conference

April 29 – May 1, 2012

Hyatt Regency Scottsdale Resort and Spa at Gainey Ranch
Scottsdale, AZ

NADC
www.dealercounsel.com



Register today!

The room block deadline for hotel reservations is April 9, 2012.



NADC
NATIONAL ASSOCIATION
OF DEALER COUNSEL

NADC
1155 15th Street, NW, Suite 500
Washington, DC 20005
Phone: 202-293-1454 • Fax: 202-530-0659
www.dealercounsel.com

CONFERENCE REGISTRATION



The registration fee is \$495 per attendee, which includes meeting materials, sessions, and meal functions.

To register, please go to the NADC website, www.dealercounsel.com, and under the "Events" tab, look for "2012 8th Annual NADC Member Conference - Registration". Please note that if you are not logged in you will not be able to access the registration link.

Payment may be made through the website using a credit card, or by mailing the NADC a check.

Make check payable to:

NADC
1155 15th Street NW, Suite 500
Washington, DC 20005
Phone: 202-293-1454
Fax: 202-530-0659
Email: bbruno@dealercounsel.com

CLE Credits

CLE Credit will be available for the 750 minutes of presentations. Please note that you must enter the state you wish to receive credit from and your Bar ID on the registration form.

Weather

Average High Temperature: 86°F (30°C)
Average Low Temperature: 60°F (16°C)

Our conference falls right between the end of "spring season" and the beginning of "dry summer". This is right when the weather begins to get hot so dress accordingly. With the potential for highs in the 90's, needless to say, you can leave your winter coats at home.

Airport Transportation

The Phoenix Sky Harbor International Airport (PHX) is approximately 30 minutes from the Hyatt Regency Scottsdale and Phoenix-Mesa Gateway Airport (AZA) is approximately 45 minutes away (both depending on traffic). Phoenix Sky Harbor International Airport services most major airlines, but the only airlines that fly to the Phoenix-Mesa Gateway Airport are Allegiant and Spirit. Both airports offer several transportation options (taxis, shuttles, limos, light rail/city bus).

Sky Harbor Airport options:

<http://skyharbor.com/transportationparking/limosAndTaxis.html>

Mesa Gateway Airport options:

<http://www.phxmesagateway.org/TaxisShuttlesAndBuses.aspx>

The cost of a taxi is going to be about \$60.00 from PHX and slightly more from AZA. Both airports offer rental car service from the major companies but please be sure to book a car in advance as vehicles are limited for walk-up customers.

Suggested Dress

Dress for all conference events is business casual.

Cancellations

Cancellation(s) of the 2012 8th Annual NADC Member Conference can be accommodated by NADC up to April 13, 2012 less a \$20.00 processing fee. After April 13th, we are not able to process refunds.

Sponsors

The NADC wishes to thank our sponsors for their generous support of this conference.

Anderson Economic Group



Capital Automotive REIT



Counselor Library.com, LLC



Dixon Hughes Goodman LLP



The Fontana Group



Portfolio General Management Group Inc.



Travel Plans

Please arrange your travel to join NADC at the opening cocktail reception on Sunday, April 29th from 6:00 – 7:30 pm. Any golfers out there? We will plan on holding a golf tournament Sunday morning. If you are interested in playing golf please email Erin Murphy at emurphy@dealercounsel.com. The conference will begin on Monday, April 30th at 8:00 am and adjourn on Tuesday, May 1st by 3:00 pm. If you plan on spending some extra time in Scottsdale please note that the group rate will be made available three days pre (April 28, 2012) and post (May 1, 2012) based upon hotel availability.



For more information, contact Ben Bruno at 202-293-1454.

HOTEL RESERVATIONS

Hyatt Regency Scottsdale Resort and Spa at Gainey Ranch



7500 E. Doubletree Ranch Road
Scottsdale, Arizona 85258

Hotel Reservations:

Hotel Tel: 1 (480) 444-1234
Hotel Fax: 1 (480) 483-5540

Online:

[Hyatt Regency web site.](#)

Conference Room Rate:

\$229 Single and Double Rate
Rates are exclusive of applicable state and local taxes. (currently 14.92%).

Reservations:

Contact hotel directly to make reservations. Please reference the 8th Annual NADC Member Conference to receive the discounted rate.

Rates include the following at no extra cost:

- * Complimentary use of the Health Club at StayFit™ Gym
- * 2.5 acre water playground
- * Complimentary Internet access in Guest Rooms
- * Complimentary local calls
- * Nightly Turndown Service

The room block deadline for hotel reservations is April 9, 2012. Make your reservation early!

Please note that the hotel deposit will be refunded if notice of cancellation is received 72 hours in advance of your arrival date, and a cancellation number is obtained.

ACTIVITIES



Spending some extra time in Scottsdale? Check out some of Scottsdale's most popular attractions!

Taliesin West: This tour is one of Scottsdale's most popular attractions. On this tour you will learn about Frank Lloyd Wright and his architectural practices, as well as how he lived during his winters in Scottsdale at the Taliesin West. This is unlike a regular museum tour as there are no boundaries or items that you cannot touch. "This is a living, breathing, working school campus so you are able to enter the buildings, sit on the furniture, and truly experience how it must have been in the 1940's- 50's." If you are a fan of Frank Lloyd Wright, this tour is a must. There are several tour options so please visit <http://www.franklloydwright.org/web/Tours.html> for more information or call 480-627-5340.

MacDonald's Ranch: MacDonald's Ranch is a lovely trail riding stable located in North Scottsdale. The ranch offers activities for individuals and parties of all sizes. MacDonald's ranch sits on 1280 acres of the Sonoran Desert and will give you an insight to the desert lifestyle. A guided horseback tour is recommended as your guide will teach you about your surroundings, including types of plants and animals that make up the desert. Visitors have the option to choose from guided horseback rides, hay rides, cowboy cookouts, a petting zoo, gem prospecting, pony rides, games and more. For more information visit www.macdonaldsranch.com/ or call 480-585-0239.

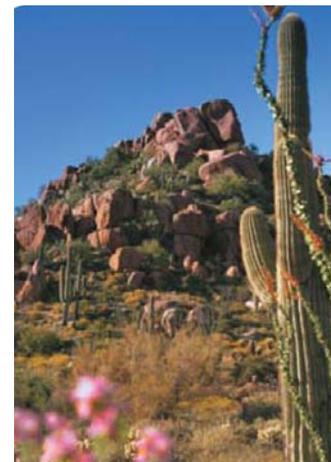
Old Town Scottsdale: Old Town Scottsdale is filled with unique shops and restaurants. Local artwork and jewelry are just a few of the items you can find here, as well as several different options for food, including an ice cream parlor. Take a stroll through Old Town during the day and do some shopping and then come back that night for bar hopping. For more information and specifics go online <http://www.scottsdalecvb.com/scottsdale/old-town/> to see what's available in Old Town.

POPULAR SCOTTSDALE RESTAURANTS

Café Monarch: Café Monarch advertises that it serves "American Comfort Food with a multi-ethnic flair," meaning that it serves American food with a Scottsdale twist. They have a courtyard that is available for dining, as well as an exhibition kitchen in the main dining room, in which you can watch your food be prepared. They do not serve alcohol but allow you to bring your own bottle (\$10 cork fee). This restaurant is highly rated so a reservation is a must. Call 480-970-7682 to make a reservation and to ask what they are currently serving as they have a constantly changing menu. Café Monarch is located at 6934 E 1st Avenue, Scottsdale, AZ 85251.

The Mission: The Mission serves "modern Latin cuisine" and the setup of the restaurant reflects the menu, as the design is full of Latin influences. Be sure to order the guacamole as it is prepared at your table and spiced to your preference. Their menu consists of authentic Latin food with a contemporary feel and plenty of options sure to appease any pallet. View their menu (<http://www.themissionaz.com/menu.php>) and call 480-636-5005 to reserve a table. Their address is 3815 N. Brown Avenue, Scottsdale, AZ 85251.

Mastro's City Hall Steakhouse: Mastro's menu consists of several different cuts of steaks and chops, as well as seafood options ranging from Chilean Sea Bass to lobster from Maine. It is a dressy place and more on the expensive side, but the quality of food more than makes up for the cost. They also offer a variety of side dishes including lobster mashed potatoes and creamed spinach. They are only open for dinner and are located on 6991 East Camelback Road, Scottsdale, AZ 85251. Call 480-941-4700 to reserve your table and check out <http://www.mastrosrestaurants.com/Locations/AZ/11-City-Hall-Scottsdale-Main/Default.aspx> to view their entire menu.



For more information, contact Ben Bruno at 202-293-1454.



SUNDAY, APRIL 29, 2012

- 8:00 am to 2:00 pm Golf Outing
- 3:00 to 5:00 pm Board Meeting
- 6:00 to 7:30 pm Reception

MONDAY, APRIL 30, 2012

- 7:00 to 8:00am Breakfast
- 8:00 to 8:15 am Opening Remarks and General Meeting of Members
- 8:15 to 9:45 am

Top Twenty Legal Trends & Issues

Eric Chase, *Bressler, Amery & Ross, P.C.*
 Rob Cohen, *Auto Advisory Services, Inc.*

Eric Chase and Rob Cohen will discuss selected leading topics in the law for car dealers during 2012. Those will include the aftermath of the economic turmoil of 2008-2010, factory pressures on dealers and compliance issues. They will also discuss the consumerism trend, franchisor strategies and the threat of involuntary franchise terminations. The NADC's publication, *The Defender*, had as its initial 2012 edition Mr. Chase's article listing and discussing 2012's top twenty trends for dealers, and the article will be provided in the attendees' materials.

- 9:45 to 10:00 am Break

- 10:00 to 11:00 am

In-House Counsel Panel

Kelly Baker, *Asbury Automotive Group, Inc.*
 Rita Campanile, *DCH Auto Group*
 Harold Oehler, *Lazy Days R.V. Center, Inc.*

- 11:00 am to 12:15 pm

Facility Image Programs: Strategies for Countering Excessive or Unnecessary Factory Demands

Len Bellavia, *Bellavia Gentile & Associates*
 Christopher M. DeVito, *Morganstern, MacAdams & DeVito Co., L.P.A.*
 Scott Silverman, *Silverman Advisors, PC*

This presentation will reconcile dealer rights and remedies with the new wave of manufacturer demands for facility image programs. Do Taj Mahals sell more cars? Do factory programs violate price discrimination statutes? Are factory subsidies guaranteed or can compliant dealers be left holding the bag?

With the promulgation of state franchise law amendments, existing Dealer Agreement provisions, along with the recent findings of an NADA commissioned industry study, this area of dealer-factory relations has become one of the "Hot-Button" issues of 2012. The panelists will discuss practical ways to address conflicts on the controversial topic and offer solutions to counsel confronted with dealer-clients who have important decisions to make.

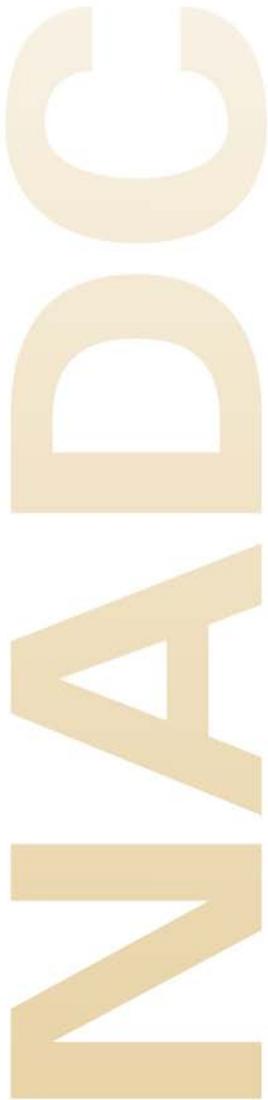
- 12:15 to 1:15 pm Lunch

- 1:15 to 3:15 pm

Social Media

Christopher Hoffman, *Fisher & Phillips LLP*
 Jami Jackson Farris, *Parker Poe Adams & Bernstein LLP*
 James Hess, *CarMax, Inc.*

Social Media is everywhere -- this panel will explore some of the many thorny legal issues stemming from the social media explosion. James Hess will provide a general overview of the current social media landscape. Chris Hoffman will discuss employment issues ranging from the use of social media to make hiring decisions to monitoring employee behavior for inappropriate social media use. Finally, Jami Farris will lead a discussion on the convergence of social media and litigation.





NADC

3:15 to 3:30pm

Break

3:30 to 5:00 pm

**The FTC Roundtables:
What Happened and What's Next?**

Tom Hudson, *Hudson Cook, LLP*
Andy Koblenz, *NADA*
Shawn Mercer, *Bass Sox Mercer*
Terry O'Loughlin, *Reynolds & Reynolds*

During this interactive session, a panel of industry representatives who participated in the FTC's 2011 motor vehicle roundtables will analyze the most salient consumer protection allegations raised by consumer advocates in Detroit, San Antonio, and Washington, D.C., how the industry responded, and what the industry can expect moving forward.

5:00 to 6:30 pm

Reception

TUESDAY, MAY 1, 2012

7:00 to 7:45 am

Breakfast

7:45 to 8:00 am

Opening Remarks

8:00 to 9:00 am

Characteristics of Today's Dealership M&A Market

Joe Aboyou, *Aboyou & Heller LLC*
Erin Kerrigan, *The Presidio Group*

The dealership M&A market is picking up steam. What is driving its growth? This session will discuss the drivers of today's uptick in dealership buy/sells, including the healing of the credit markets. In addition, we will review transaction pitfalls, specifically legal issues that challenge deal completion.

9:00 to 9:45 am

NADA Update

Andy Koblenz, *NADA*

NADA Vice President for Legal and Regulatory Affairs Andy Koblenz will provide an overview of NADA's latest legislative, regulatory, and judicial initiatives and activities on behalf of franchised dealers. A broad range of topics will be covered, including: fuel economy and greenhouse gas regulations; so-called "Right to Repair;" recent NLRB, DOL, and OSHA developments; estate tax; LIFO; and the Risk-Based Pricing Rule.

9:45 to 10:00 am

Break

10:00 to 11:30 am

Class Action / Employment

Aaron Jacoby, *Arent Fox, LLP*
Jeffrey Halbert, *Stewart & Irwin, P.C.*

11:30 am to 1:00 pm

Lunch

1:00 to 2:00 pm

Vehicle Sales in the Cloud

Nicole Munro, *Hudson Cook, LLP*
Alan Wingfield, *Troutman Sanders LLP*

2:00 to 3:00 pm

Redrawing Dealership Market Territories

Patrick L. Anderson, *Principal and CEO, Anderson Economic Group*
Lauren Branneman, *Anderson Economic Group*

Dealerships are assigned geographic territories for which they have a primary responsibility. These territories (AORs, APRs, PMAs, etc.) are integral to measuring dealership sales performance, yet many dealers are unfamiliar with them, likely because they rarely change. However, the Census Bureau recently released new census tract definitions, and the OEMs that assign territories using census tracts must now revise dealership territories. This offers dealerships an opportunity to comment on the territory assignments to ensure they are fair and accurate representations of areas of primary advantage, and thus fair territories from which to measure sales effectiveness.

3:00 pm

Closing Remarks and Adjourn

